

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

OVERVIEW

Upon the [REDACTED], our Board will consist of ten Directors, among which, four will be executive Directors, two will be non-executive Directors and four will be independent non-executive Directors. Our Board is responsible, and has general authority for, the management and operation of our Group. Our Directors are appointed for a term of three years and are eligible for re-election upon expiry of their term of office.

Our Board of Supervisors consists of three Supervisors, including one shareholder representative Supervisor and two employee representative Supervisors. Supervisors serve for a term of three years and shall be subject to re-election upon expiry of the term of office.

Our senior management is responsible for the day-to-day operations of our Company.

All of our Directors, Supervisors and senior management have met the qualification requirements under the relevant PRC laws and regulations and the Listing Rules for their respective positions.

BOARD OF DIRECTORS

The following table sets forth general information regarding the members of our Board:

Name	Age	Position	Date of first appointment as Director	Date of joining our Group	Roles and responsibilities	Relationship with other Directors, Supervisors and/or Senior management
Executive Directors						
Ms. Chen Jie (陳杰)	49	Chairlady of our Board, general manager and executive Director	May 4, 2015	May 4, 2015	Responsible for the overall strategic planning, business direction and management of our Group	None
Mr. Yang Zhengdao (楊正道)	46	Executive Director and chief executive officer	October 6, 2017	May 26, 2017	Responsible for the overall strategic planing and execution of our Group	None

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Name	Age	Position	Date of first appointment as Director	Date of joining our Group	Roles and responsibilities	Relationship with other Directors, Supervisors and/or Senior management
Mr. Zou Yan (鄒岩)	42	Executive Director and chief marketing officer	April 3, 2016	July 26, 2015	Responsible for the overall sales management of our Group	None
Ms. Jin Xin (金鑫)	39	Executive Director and chief operating officer	May 8, 2021	November 19, 2018	Responsible for the overall operational management of our Group	None
Non-executive Directors						
Mr. Huang Miao (黃淼)	53	Non-executive Director	August 1, 2018	August 1, 2018	Responsible for providing guidance on overall strategic planning, corporate governance and business direction of our Group	None
Mr. Diao Juanhuan (刁雋桓)	53	Non-executive Director	November 13, 2019	November 13, 2019	Responsible for providing guidance on overall strategic planning, corporate governance and business direction of our Group	None
Independent Non-executive Directors						
Mr. Tian Lixin (田立新)	49	Independent Non-executive Directors	May 8, 2021	May 8, 2021	Responsible for providing independent advice on the operations and management of our Group	None

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Name	Age	Position	Date of first appointment as Director	Date of joining our Group	Roles and responsibilities	Relationship with other Directors, Supervisors and/or Senior management
Dr. Wu Changhai (武長海)	51	Independent Non-executive Director	May 8, 2021	May 8, 2021	Responsible for providing independent advice on the operations and management of our Group	None
Dr. Song Hua (宋華)	55	Independent Non-executive Director	May 8, 2021	May 8, 2021	Responsible for providing independent advice on the operations and management of our Group	None
Mr. Ng Kwok Yin (吳國賢)	48	Independent Non-executive Director	December 25, 2021	December 25, 2021	Responsible for providing independent advice on the operations and management of our Group	None

Executive Directors

Ms. Chen Jie (陳杰), aged 49, is our founder and was appointed as an executive Director, general manager and chairlady of our Board in May 2015. Ms. Chen is primarily responsible for the overall strategic planning, business direction and management of our Group. Ms. Chen also serves as director of our certain subsidiaries, including the executive director of Beijing Baiwang Jinkong Technology Co., Ltd. (北京百望金控科技有限公司).

Ms. Chen has more than 23 years of experience in IT industry. Prior to founding our Company, from July 2012 to March 2014, Ms. Chen worked as the deputy general manager of the information security department at Watertek, an embedded operating system solution provider whose shares are listed on the Shenzhen Stock Exchange (stock code: 300324), where she was primarily responsible for the daily management of information security business of the company. Ms. Chen did not have any direct or indirect shareholding or equity or debt interest in Watertek from July 2012 and up to the Latest Practicable Date. From April 2000 to May 2012, she successively worked at Beijing Watch Intelligent Technology Co., Ltd. (北京握奇智能科技有限公司) and Beijing Watchdata Co., Ltd. (北京握奇數據股份有限公司) (formerly known as Beijing Watchdata System Co., Ltd. (北京握奇數據系統有限公司)), a data security solution provider.

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Ms. Chen obtained a master’s degree in strategy management from Beihang University (北京航空航天大學) in the PRC in June 2010 and an executive master of business administration degree from Cheung Kong Graduate School of Business (長江商學院) in the PRC in July 2018. Ms. Chen obtained an executive master of business administration degree from Tsinghua University (清華大學) in the PRC in January 2023.

Ms. Chen is a member of the 14th Beijing Municipal Committee of Chinese People’s Political Consultative Conference (中國人民政治協商會議第十四屆北京市委員會委員) and a member of the standing committee of Beijing Municipal Federation of Industry and Commerce (北京市工商業聯合會常務委員).

Ms. Chen was awarded Beijing Model Worker (北京市勞動模範) by the People’s Government of Beijing Municipality (北京市人民政府) in April 2010 and Zhongguancun High-end Leading Talent (中關村高端領軍人才) jointly by Beijing Municipal Science and Technology Commission (北京市科學技術委員會) and Administrative Commission of Zhongguancun Science Park (中關村科技園管理委員會) in April 2019. Ms. Chen was also ranked among China’s Top 25 Promising Businesswomen by *Forbes China* in February 2018.

Mr. Yang Zhengdao (楊正道), aged 46, joined our Group in May 2017 and was appointed as an executive Director in October 2017 and the chief executive officer in August 2022. Mr. Yang is primarily responsible for the overall strategic planing and execution of our Group. Mr. Yang also serves as director at certain of our subsidiaries.

Mr. Yang has more than 21 years of experience in IT industry. Prior to joining us, he served in numerous positions at Microsoft Singapore Pte. Ltd., a subsidiary of Microsoft Corporation whose shares are listed on Nasdaq (ticker: MSFT) from May 2014, including as the chief big data architect. Prior to that, from April 2012, Mr. Yang worked as an associate director in the Advisory Practice Consulting (Technology Group) successively at PricewaterhouseCoopers Consultants (Shenzhen) Limited Company, Beijing Branch (普華永道諮詢(深圳)有限公司北京分公司) and PricewaterhouseCoopers Management Consulting (Shanghai) Limited, Beijing Branch (普華永道管理諮詢(上海)有限公司北京分公司). Prior to that, from November 2007 to July 2012, he successively served as a practice manager and a managing principal consultant at Oracle (China) Software System Co., Ltd. (甲骨文(中國)軟件系統有限公司), a subsidiary of Oracle Corporation whose shares are listed on the New York Stock Exchange (ticker: ORCL). From July 2002 to December 2006, he served as a delivery manager at Teradata (China) Co., Ltd., a subsidiary of Teradata Corporation whose shares are listed on the New York Stock Exchange (stock code: TDC).

Mr. Yang obtained a bachelor’s degree in information science from Peking University (北京大學) in the PRC in July 2000. He further obtained a master’s degree in computer software and theory from University of Chinese Academy of Sciences (中國科學院大學) in the PRC in July 2002.

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Mr. Zou Yan (鄒岩), aged 42, joined our Group in July 2015 and was appointed as an executive Director in April 2016 and the chief marketing officer in October 2022. Mr. Zou is primarily responsible for the overall sales management of our Group. Mr. Zou also currently serves as the director and manager at our certain subsidiaries.

Mr. Zou has more than 10 years of experiences in software information industry. Prior to joining us, from April 2014 to July 2015, Mr. Zou served as a deputy general manager at Beijing Weizhi Power Network Information Technology Co., Ltd. (北京唯緻動力網絡信息科技有限公司), an IT company where he was primarily responsible for sales management of the company. From July 2012 to March 2014, he served as the sales manager at Watertek where he was responsible for sales management of information security products. Prior to that, from October 2009 to June 2012, he served as a technical support engineer at Beijing Watchdata Co., Ltd. where he was responsible for sales of information security products for banking industry. Mr. Zou also worked as a trainee application engineer at Invensys Netherland (now known as Schneider Electronics), a multinational IT company.

Mr. Zou graduated from University of Electronic Science and Technology of China (電子科技大學) in the PRC with a bachelor’s degree in automation in June 2005.

Ms. Jin Xin (金鑫), aged 39, joined our Group in November 2018 as vice president and was appointed as an executive Director in May 2021 and the chief operating officer in October 2022. She is primarily responsible for the overall operational management of our Group.

Ms. Jin has more than 12 years of experience in the financial services industry. Prior to joining us, she worked at the credit card center of Industrial and Commercial Bank of China Limited (中國工商銀行股份有限公司), a state-owned bank concurrently listed on the Main Board of the Stock Exchange (stock code: 1398) and the Shenzhen Stock Exchange (stock code: 601398), from September 2009 to October 2018, where she was primarily responsible for product development and operation of online platforms.

Ms. Jin graduated from Beijing Forestry University (北京林業大學) in the PRC with a bachelor’s degree in packaging engineering in July 2007. She further obtained a master’s degree from Beihang University (北京航空航天大學) in the PRC in management science and engineering in July 2009.

Non-executive Directors

Mr. Huang Miao (黃淼), aged 53, was appointed as our non-executive Director in August 2018. Mr. Huang is primarily responsible for providing guidance on overall strategic planning, corporate governance and business direction of our Group.

Mr. Huang has extensive experience in investment management. Mr. Huang has served as a co-chairman of the board of directors and the chief executive officer of Shanghai Fosun Capital Investment Management Co., Ltd. (上海復星創富投資管理股份有限公司) and a director and general manager of Fosun Capital (Jiangsu) Investment Management Co., Ltd. (復

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星創富(江蘇)投資管理有限公司)。Previously, Mr. Huang served as a vice president at Jiangsu Jiuzhou Investment Investment Group Venture Investment Co., Ltd. (江蘇九洲投資集團創業投資有限公司), where he was primarily responsible for the overall management of sales department of the company. From March 2010 to May 2012, he served as a senior investment manager at Changzhou SAIF High-Tech Venture Capital Management Co., Ltd. (常州賽富高新創業投資管理有限公司), a private equity firm where he focused on the venture capital investment. From January 2008 to June 2010, Mr. Huang served at Shell (China) Limited (殼牌(中國)有限公司), a subsidiary of Royal Dutch Shell Plc whose shares are listed on the New York Stock Exchange (ticker: RDS.A), with his last position being a sales director. Prior to that, from May 1997 to January 2008, Mr. Huang also successively served as a sales engineer, a regional sales manager and a marketing director at the Shanghai branch of Castrol (Shenzhen) Company Limited (嘉實多(深圳)有限公司), a subsidiary of BP plc whose shares are concurrently listed on the London Stock Exchange (ticker: BP), the Frankfurt Stock Exchange (stock code: BPE) and the New York Stock Exchange (ticker: BP).

Mr. Huang graduated from Nanjing University of Aeronautics and Astronautics (南京航空航天大學) in the PRC with a bachelor’s degree in mechanical engineering in June 1993. He further obtained an executive master of business administration degree from Peking University (北京大學) in the PRC in January 2007.

Mr. Diao Juanhuan (刁雋桓), aged 53, was appointed as our non-executive Director in November 2019. Mr. Diao is primarily responsible for providing guidance on overall strategic planning, corporate governance and business direction of our Group.

Mr. Diao has extensive experience in investment management. He has served as a partner at Shenzhen Oriental Fortune Capital Co., Ltd. (深圳東方富海投資管理股份有限公司) since January 2008, a PRC venture capital investment firm where he was responsible for fund management. He has also served as the general manager and a director at Shenzhen Aofan Investment Co., Ltd. (深圳市翱帆投資股份有限公司) since April 2002, being responsible for investment management.

From September 2019 to March 2021, Mr. Diao served as a director at Shanxi Yongdong Chemical Co., Ltd. (山西永東化工股份有限公司), a company whose shares are listed on Shenzhen Stock Exchange (stock code: 002753). From December 1996 to December 1998, he served as a general manager at the securities trade business department of Jun’an Securities Co., Ltd. (君安證券有限公司) (currently known as Guotai Junan Securities Co., Ltd. (國泰君安證券股份有限公司), a company whose shares are listed on the Stock Exchange (stock code: 2611) and the Shanghai Stock Exchange (stock code: 601211)), being responsible for various securities trade assignments and overseeing the operation of the branch.

Mr. Diao graduated from Shenzhen University (深圳大學) in the PRC with a bachelor’s degree in international trade in July 1995. He further obtained an executive master of business administration degree from Cheung Kong Graduate School of Business (長江商學院) in the PRC in September 2011.

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Independent Non-executive Directors

Mr. Tian Lixin (田立新), aged 49, was appointed as our independent non-executive Director in May 2021. He is primarily responsible for providing independent advice to our Board on the operations and management of our Group.

Mr. Tian has extensive experience in accounting and financial management. Mr. Tian has served as an executive director at Sichuan Datong Gas Development Co. Ltd (四川大通燃氣開發股份有限公司) (currently known as Delong Composite Energy Group Co., Ltd. (德龍彙能集團股份有限公司), a company whose shares are listed on the Shenzhen Stock Exchange (stock code: 000593)) since November 2018. He has also served as the finance director and vice president at Delong Steel Co., Ltd. (德龍鋼鐵有限公司) since 2013.

Mr. Tian graduated from Hebei University of Economics and Business (河北經貿大學) in the PRC with an undergraduate diploma in accounting in July 2000. He also obtained an executive master of business administration degree from Tsinghua University (清華大學) in the PRC in June 2022.

Mr. Tian was accredited as a Senior Accountant by the Department of Personnel of Hebei Province (河北省人事廳) in December 2008 and a Certified Tax Agent by Hebei Provincial Title Reform Leading Group Office (河北省職稱改革領導小組辦公室) in June 2007, respectively.

Dr. Wu Changhai (武長海), aged 51, was appointed as our independent non-executive Director in May 2021 and is primarily responsible for providing independent advice to our Board on the operations and management of our Group.

Dr. Wu has over 17 years of experience in research and teaching on economic law. He has served at China University of Political Science and Law Capital Finance Institute (中國政法大學資本金融研究院) since July 2007 with the current position being a professor and deputy dean. From July 2004 to July 2007, Dr. Wu served as a researcher at WTO center, Beijing Municipal Commerce Bureau (北京市商務局WTO中心). He also temporarily acted as the assistant to the director of the policy research department, Beijing Municipal Financial Work Bureau (北京市金融工作局政策研究室) and the deputy director of the legal and compliance department of China Xiong'an Group (中國雄安集團).

Dr. Wu has served as independent director at Gaona Aero Material Co., Ltd. (北京市鋼研高納股份有限公司), a company whose shares on listed on the Shenzhen Stock Exchange (stock code: 300034) since April 2021).

Dr. Wu obtained a master's degree in law from Renmin University of China (中國人民大學) in the PRC in July 2004 and a doctorate degree in law from University of International Business and Economics (對外經濟貿易大學) in the PRC in July 2007.

Dr. Wu's key social positions include the executive director of the International Economic Law Research Association of China Law Society (中國法學會國際經濟法學研究會常務理事), arbitrator of China International Economic and Trade Arbitration Commission (中國國際經濟

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貿易仲裁委員會仲裁員), mediator of Investor Services Center, China Securities Regulatory Commission (中國證監會中小投資者服務中心調解員) and peer review expert of National Social Science Fund (國家社科基金同行評議與評審專家).

Dr. Song Hua (宋華), aged 55, was appointed as our independent non-executive Director in May 2021 and is primarily responsible for providing independent advice to our Board on the operations and management of our Group.

Dr. Song has over 26 years of experience in research and teaching on corporate management. He has served at Renmin Business School (中國人民大學商學院) since July 1995 and is currently a deputy dean and professor of corporate management department.

Dr. Song obtained a master’s degree and a doctorate degree in trade economics from Zhongnan University of Economics (中南財經大學) (now known as Zhongnan University of Economics and Law (中南財經政法大學)) in the PRC in July 1992 and June 1995, respectively.

Dr. Song was awarded Baosteel Excellent Teachers Award (寶鋼優秀教師獎) by Baosteel Education Foundation (寶鋼教育基金會) in November 2009. He has been a participant of New Century Excellent Talents Program (新世紀優秀人才計劃) implemented by the Ministry of Education, PRC (中華人民共和國教育部) since December 2007. Dr. Song also holds positions at academic organizations, such as the vice president of China Society of Logistics (中國物流學會副會長).

Mr. Ng Kwok Yin (吳國賢), aged 48, was appointed as our independent non-executive Director in December 2021 and is primarily responsible for providing independent advice to our Board on the operations and management of our Group.

Mr. Ng has extensive experience in financial management. Mr. Ng has served as an independent non-executive director at Concord Healthcare Group Co., Ltd. (美中嘉和醫學技術發展集團股份有限公司), a company whose shares are listed on the Main Board of the Stock Exchange (stock code: 2453) since January 9, 2024. From November 2020 to September 2021, Mr. Ng served as a director and the chief financial officer at Zhangmen Education Inc., a company whose shares are listed on the New York Stock Exchange (ticker: ZME). From August 2019 to July 2020, Mr. Ng served as the chief financial officer at Meten Edtechx Education Group Ltd., a company listed on Nasdaq (ticker: METX). Prior to that, Mr. Ng served as the chief financial officer of Ming Yang Smart Energy Group Limited (明陽智慧能源集團股份有限公司), a company listed on Shanghai Stock Exchange (stock code: 601615) from November 2014 to August 2019. From October 1999 to August 2012, Mr. Ng served at KPMG with his last position being a senior manager.

Mr. Ng received his bachelor’s degree in accounting from The Hong Kong University of Science and Technology in Hong Kong in November 1999. He has been a member of the Hong Kong Institute of Certified Public Accountants since January 2003 and was qualified to serve as a board secretary of the companies whose shares listed on the Shanghai Stock Exchange in April 2019.

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BOARD OF SUPERVISORS

The following table sets forth general information regarding the Supervisors of our Company:

Name	Age	Position	Date of joining our Group	Date of appointment as a Supervisor	Roles and responsibilities	Relationship with other Directors, Supervisors and/or Senior management
Mr. Li Yunfeng (李雲峰)	46	Chairman of our Board of Supervisors, Supervisor and director of human resources department	May 4, 2015	December 1, 2015	Supervision of performance of our Directors and senior management	None
Ms. Shi Haixia (史海霞)	48	Supervisor and senior executive assistant	June 11, 2018	August 31, 2022	Supervision of performance of our Directors and senior management	None
Mr. Luo Wenhong (羅文宏)	34	Supervisor	October 29, 2019	May 8, 2021	Supervision of performance of our Directors and senior management	None

Mr. Li Yunfeng (李雲峰), aged 46, joined our Group as the deputy director of human resources and administration department in May 2015 and was appointed as a Supervisor and the chairman of our Board of Supervisors in December 2015. Mr. Li is primarily responsible for the overall management of our Board of Supervisors and the supervision of performance of our Directors and senior management.

Prior to joining us, from April 2011 to April 2014, Mr. Li served as the design director at Beijing Wsdong Internet Information Technology Co., Ltd. (北京唯致動力網絡信息科技有限責任公司). From September 2008 to September 2010, he served as a senior designer at Beijing Watchdata Co., Ltd. He also worked as an art engineer at Beijing Sijiawei Technology Co., Ltd. (北京思佳維科技有限公司) from September 2000 to September 2005.

Mr. Li graduated from Yancheng Institute of Technology (鹽城工學院) in the PRC with a college diploma in decoration and design in June 1999.

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Ms. Shi Haixia (史海霞), aged 48, joined our Group as a senior executive assistant in June 2018 and was appointed as a Supervisor in August 2022. Ms. Shi is primarily responsible for the supervision of performance of our Directors and senior management.

Prior to joining us, from February 2000 to May 2018, Ms. Shi served as a salesperson at Beijing Watchdata Co., Ltd. (北京握奇數據股份有限公司).

Ms. Shi obtained a college diploma in professional English from The Capital United University for Further Study (首都聯合職工大學) in the PRC through long distance learning in January 2006.

Mr. Luo Wenhong (羅文宏), aged 34, was appointed as a Supervisor in May 2021. Mr. Luo is primarily responsible for the supervision of performance of our Directors and senior management.

Mr. Luo has served as an investment manager at Shenzhen Capital Group Co., Ltd. (深圳創新投資集團有限公司) since July 2015.

Mr. Luo graduated from Sun Yat-sen University (中山大學) in the PRC with a bachelor’s degree in information science in July 2012. He further obtained a master’s degree in applied finance from Pepperdine University in the United States in June 2014.

SENIOR MANAGEMENT

Ms. Chen Jie (陳杰), see “—Directors—Executive Directors” for details.

Mr. Zou Yan (鄒岩), see “—Directors—Executive Directors” for details.

Mr. Yang Zhengdao (楊正道), see “—Directors—Executive Directors” for details.

Ms. Jin Xin (金鑫), see “—Directors—Executive Directors” for details.

Mr. Hou Shifei (侯世飛), aged 53, joined our Group as a vice president, chief financial officer and board secretary in August 2021. He is primarily responsible for overall financial and accounting affairs of our Group.

Mr. Hou has more than 32 years of experience in financial and capital market affairs. Prior to joining us, from August 2011 to August 2021, Mr. Hou served as a director of the investment bank department at China Securities Co., Ltd. (中信建投證券股份有限公司), a company whose shares are concurrently listed on the Main Board of the Stock Exchange (stock code: 6066) and the Shanghai Stock Exchange (stock code: 601066). From October 2009 to July 2011, he served as a senior vice president of the investment bank department at Caitong Securities Co., Ltd. (財通證券股份有限公司), a company whose shares are listed on the Shanghai Stock Exchange (stock code: 601108). From March 2008 to September 2009, Mr. Hou served as a senior investment banking associate at Bohai Securities Co., Ltd. (渤海證券股份有限公司). From July 2007 to March 2008, Mr. Hou served as a project auditor at Daxin Certified Public Accountant LLP (大信會計師事務所(特殊普通合夥)). Prior to that, Mr. Hou also worked at Shenyang Railway Bureau (瀋陽鐵路局) as an accountant.

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Mr. Hou graduated from Beijing Jiaotong University (北京交通大學) in the PRC with an undergraduate diploma in accounting in June 2005.

Mr. Hou was accredited as a Certified Public Accountant by the Chinese Institute of Certified Public Accountants in November 2009 and was qualified as a Sponsor Representative (保薦代表人) registered with the CSRC in October 2012.

Save as disclosed above, each of our Directors, Supervisors and senior management members confirms with respect to himself or herself that he or she (1) had no other relationship with any Directors, Supervisors senior management or substantial or Controlling Shareholders of our Company as at the Latest Practicable Date; (2) did not hold any other directorships in the three years prior to the Latest Practicable Date in any public companies of which the securities are listed on any stock exchange in Hong Kong and/or overseas; and (3) there are no other matters concerning our Directors’ and Supervisors’ appointment that need to be brought to the attention of our Shareholders and the Stock Exchange or shall be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

In addition, each of our Directors confirms with respect to himself or herself that (1) to the best of his or her knowledge and belief, as of the Latest Practicable Date, he or she was not interested in any business, which, competes or is likely to compete, directly or indirectly, with our Group’s business, which is subject to disclosure pursuant to Rule 8.10 of the Listing Rules; and (2) he or she (i) obtained the legal advice referred to under Rule 3.09D of the Listing Rules on May 24, 2023, and (ii) understands his or her obligations as a director of a listed issuer under the Listing Rules.

Each of the independent non-executive Directors confirms (1) his independence as regards each of the factors referred to in Rules 3.13(1) to (8) of the Listing Rules, (2) he has no past or present financial or other interest in the business of our Company or its subsidiaries or any connection with any core connected person of our Company under the Listing Rules as of the Latest Practicable Date, and (3) that there are no other factors that may affect his independence at the time of his appointments.

JOINT COMPANY SECRETARIES

Mr. Zheng Tianhao (鄭天昊), aged 28, joined our Group in August 2017 and was appointed as one of our joint company secretaries in May 2023, which will come into effect upon the consummation of the [REDACTED]. Mr. Zheng served as an operating manager from August 2017 to February 2019 and has served as the securities affairs representative of our Board office since then.

Mr. Zheng graduated from China University of Mining & Technology, Beijing (中國礦業大學(北京)) in the PRC with a bachelor’s degree in computer science and technology in July 2017.

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Mr. Chiu Ming King (趙明璟), was appointed as one of our joint company secretaries in May 2023, which will come into effect upon the consummation of the [REDACTED].

Mr. Chiu is the Head of Company Secretarial Services (Client Portfolio Management), Greater China of Vistra Corporate Services (HK) Limited. He has over 10 years of experience in the company secretarial field. He is currently (1) the joint company secretary of Shanghai Haohai Biological Technology Co., Ltd., a company listed on the Stock Exchange (stock code: 6826); (2) the joint company secretary of Kunming Dianchi Water Treatment Co., Ltd., a company listed on the Stock Exchange (stock code: 3768); (3) the company secretary of Grace Wine Holdings Limited, a company listed on the Stock Exchange (stock code: 8146); (4) the joint company secretary of CanSino Biologics Inc., a company listed on the Stock Exchange (stock code: 6185); (5) the company secretary of Sheng Yuan Holdings Limited, a company listed on the Stock Exchange (stock code: 851); (6) the company secretary of Loco Hong Kong Holdings Limited, a company listed on the Stock Exchange (stock code: 8162); (7) the company secretary of JD Health International Inc., a company listed on the Stock Exchange (stock code: 6618); (8) the company secretary of JD Logistics, Inc., a company listed on the Stock Exchange (stock code: 2618); (9) the joint company secretary of China Construction Bank Corporation, a company listed on the Stock Exchange (stock code: 939); (10) the joint company secretary of ZTO Express (Cayman) Inc., a company listed on the Stock Exchange (stock code: 2057); and (11) the company secretary of Horizon Construction Development Limited, a company listed on the Stock Exchange (stock code: 9930).

Mr. Chiu was elected as an associate and a fellow of The Chartered Governance Institute in the United Kingdom in 2003 and 2015, respectively, and admitted as an associate and a fellow of The Hong Kong Chartered Governance Institute (“HKCGI”) in October 2003 and September 2015, respectively. He is also a holder of the Practitioner’s Endorsement Certificate issued by HKCGI. He has been a vice chairman of the Membership Committee, a chairman of the Professional Services Panel and a council member of HKCGI.

Mr. Chiu obtained his bachelor of arts degree from University of Toronto in Canada in June 1999 and received his master of arts degree in professional accounting and information systems from City University of Hong Kong in November 2003.

BOARD COMMITTEES

Our Company has established three committees under our Board pursuant to the laws and regulations of the PRC and corporate governance practice requirements under the Listing Rules, including the audit committee, the remuneration and appraisal committee and the nomination committee.

Audit Committee

We have established an audit committee in compliance with Rule 3.21 of the Listing Rules and the Corporate Governance Code set out in Appendix C1 to the Listing Rules. The primary duties of the audit committee are to review and supervise the financial reporting process and internal controls system of our Group, review and approve connected transactions and to advise our Board. The audit committee comprises three independent non-executive Directors, namely Mr. Ng Kwok Yin, Mr. Tian Lixin and Dr. Song Hua. Mr. Ng Kwok Yin, being the chairman of the committee, is appropriately qualified as required under Rules 3.10(2) and 3.21 of the Listing Rules.

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Remuneration and Appraisal Committee

We have established a remuneration and appraisal committee in compliance with Rule 3.25 of the Listing Rules and the Corporate Governance Code set out in Appendix C1 to the Listing Rules. The primary duties of the remuneration and appraisal committee are to review and make recommendations to our Board regarding the terms of remuneration packages, bonuses and other compensation payable to our Directors and senior management. The remuneration and appraisal committee comprises one executive Director and two independent non-executive Directors, namely Dr. Wu Changhai, Mr. Yang Zhengdao and Mr. Ng Kwok Yin. Dr. Wu Changhai is the chairman of the committee.

Nomination Committee

We have established a nomination committee in compliance with the Code on Corporate Governance set out in Appendix C1 to the Listing Rules. The primary duties of the nomination committee are to make recommendations to our Board regarding the appointment of Directors and Board succession. The nomination committee comprises one executive Director and two independent non-executive Directors, namely Ms. Chen Jie, Dr. Song Hua and Mr. Tian Lixin. Ms. Chen is the chairlady of the committee.

BOARD DIVERSITY POLICY

We have adopted a board diversity policy which sets out the approach to achieve diversity of our Board. We recognize and embrace the benefits of having a diverse Board and see increasing diversity at our Board level as an essential element in maintaining our competitive advantage and enhancing our ability to attract, retain and motivate employees from the widest possible pool of available talent. In reviewing and assessing suitable candidates to serve as a Director, the nomination committee will consider a number of aspects, including but not limited to gender, age, cultural and educational background, professional qualifications, skills, knowledge and industry and regional experience. The nomination committee will discuss periodically and when necessary, agree on the measurable objectives for achieving diversity on our Board and recommend them to our Board for adoption.

Our Board has a balanced mix of knowledge, skills, experience. They obtained degrees or diplomas in various majors including but not limited to business administration, law, accounting, automation, engineering and international trade. We have four independent non-executive Directors who have different industry backgrounds, including accounting, law, economics, and corporate management. Besides, our Directors are of a wide range of age, from 38 years old to 54 years old. Furthermore, with regards to gender diversity on our Board, we recognize the particular importance of gender diversity. Our Board currently consists of two female Directors (including the chairlady of our Board and our general manager) and eight male Directors, and we will continue to maintain and further enhance gender diversity of our Board going forward.

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Taking into account our business model and specific needs, we consider that the composition of our Board in general satisfies our Board diversity policy.

REMUNERATION OF THE DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

We offer our executive Directors, Supervisors and senior management members, who are also employees of our Company, emolument in the form of salaries, remuneration, pension, discretionary bonus and other welfares. Our non-executive Directors and independent non-executive Directors receive emolument based on their responsibilities (including being members or chairman of Board committees). We adopt a market and incentive-based employee emolument structure and implement a multi-layered evaluation system which focuses on performance and management goals.

The aggregate amount of emolument (including salaries, remuneration, pension, discretionary bonus, share-based payment expenses and other welfares) paid to our Directors and Supervisors for the years ended December 31, 2021, 2022 and 2023 was RMB98.0 million, RMB8.4 million and RMB119.3 million, respectively. Under the arrangements currently in force, we estimate that the aggregate emolument payable to the Directors and Supervisors (excluding discretionary bonus or any other share incentive (if applicable)) by our Company for the year ending December 31, 2024 will be approximately RMB14.1 million.

For the years ended December 31, 2021, 2022 and 2023, the aggregate amount of emolument paid to the five highest paid individuals of our Group (including salaries, remuneration, pension, discretionary bonus, the share-based compensation and other welfares), excluding Directors and chief executives, was RMB34.3 million, RMB6.5 million and RMB12.3 million, respectively.

During the Track Record Period, no remuneration was paid to, or receivable by, our Directors, Supervisors or the five highest paid individuals of our Company as an inducement to join or upon joining our Company or as a compensation for loss of office in the Track Record Period. Further, none of our Directors or Supervisors had waived any emolument during the same period.

Except as disclosed above, no other payments have been paid, or are payable, by our Company or any of our subsidiaries to our Directors, Supervisors or the five highest paid individuals of our Company during the Track Record Period.

COMPLIANCE ADVISOR

We have appointed Guotai Junan Capital Limited as our compliance advisor pursuant to Rule 3A.19 of the Listing Rules. Pursuant to Rule 3A.23 of the Listing Rules, the compliance advisor will advise us in the following circumstances:

- (1) before publication of any regulatory announcement, circular or financial report;

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- (2) where a transaction, which might constitute a notifiable or connected transaction under the Listing Rules, is contemplated, including share issues and share repurchases;
- (3) where we propose to use the [REDACTED] of the [REDACTED] in a manner different from that detailed in this document or where our business activities, developments or results of operation deviate from any forecast, estimate or other information in this document; and
- (4) where the Stock Exchange makes an inquiry of our Company regarding unusual movements in the [REDACTED] of the Shares or any other matters under Rule 13.10 of the Listing Rules.

The term of the appointment will commence on the [REDACTED] and end on the date on which we distribute the annual report of the first full financial year commencing after the [REDACTED].

CORPORATE GOVERNANCE PRACTICES

We consider that having Ms. Chen acting as both the chairlady of our Board and our general manager will provide a strong and consistent leadership to us and allow for more effective planning and management of our Group. Pursuant to C.2.1 of Appendix C1 to the Listing Rules. The roles of chairperson and chief executive should be separate and should not be performed by the same individual. However, in view of Ms. Chen's extensive experience in the industry, personal profile and critical role in our Group and its historical development, we consider that it is beneficial to the business prospects of our Group that Ms. Chen continues to act as both the chairlady of our Board and our general manager upon [REDACTED]. Save as disclosed above, we are in compliance with all applicable code provisions as set out in the Corporate Governance Code as contained in Appendix C1 to the Listing Rules.